



000000007273

ACCOUNT NO. : 072100000032

REFERENCE : 739480

AUTHORIZATION :

9725B  
*Patricia Pignato*

COST LIMIT : \$ 125.00

ORDER DATE : June 21, 2000

ORDER TIME : 1:44 PM

ORDER NO. : 739480-005

200003300062-9

CUSTOMER NO: 9725B

CUSTOMER: Ms. Cathy Nadeau  
ROETZEL & ANDRESS  
ROETZEL & ANDRESS  
Trainon Centre, Third Floor  
850 Park Shore Drive  
Naples, FL 34103

DOMESTIC FILING

NAME: DEV INTERNATIONAL, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JUN 21 PM 3:12

RECEIVED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUN 21 PM 3:36

FILED

*W 6/21*

*4p*

**ARTICLES OF ORGANIZATION  
OF  
DEV INTERNATIONAL, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be DEV International, LLC ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1061 South Barfield Drive, Marco Island, Florida 34145.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Corporation Services Company, 1201 Hayes Street, Tallahassee, Florida 32301.

**ARTICLE V -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

**ARTICLE VI -- TERMINATION OF EXISTENCE**

Upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members.

**FILED**  
JUN 21 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII -- MANAGEMENT

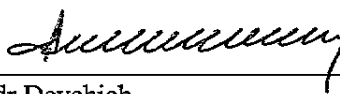
The Company shall be managed by one or more managers and is, therefore a manager-managed company. The manager or managers shall be elected or appointed by the members in accordance with the Operating Agreement to be adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE VIII -- AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 19th day of June, 2000.

Authorized Representative of a Member:

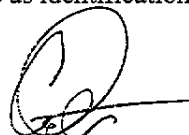


Aleksandr Devchich

STATE OF FLORIDA            )  
                                          ) ss:  
COUNTY OF COLLIER        )

The foregoing instrument was acknowledged before me this 19th day of June, 2000, by Aleksandr Devchich, as authorized representative of a Member of DEV International, LLC. He is personally known to me or ( X ) has produced a drivers license as identification.

FILED  
00 JUN 21 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



NOTARY PUBLIC

Name: \_\_\_\_\_

(Type or Print)

My Commission Expires: \_\_\_\_\_



## DEV INTERNATIONAL, LLC

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of DEV International, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of the position of registered agent.

CORPORATION SERVICES COMPANY

By: \_\_\_\_\_

*Patricia Pipits*

Its: \_\_\_\_\_

REGISTERED AGENT

FILED

00 JUN 21 PM 3:36

SECRETARY OF STATE  
TALLAHASSEE FLORIDA